

**MINUTES
NORTHWEST SERVICE COOPERATIVE
DISTRICT #928
THE ANNUAL REORGANIZATIONAL MEETING &
BOARD OF DIRECTORS MEETING
TUESDAY, JANUARY 28, 2020**

CALL TO ORDER BY JAMES DEVRIES – 5:00 p.m.

ATTENDANCE

BOARD: Jason Carlson, Craig Mattson, Jim Christianson, James DeVries, Sally Roller, Shawn Rominski, Chris Melbye and Ann Long Voelkner. Absent: Kathy Carlson

SUPERINTENDENT ADVISORS (EX-OFFICIO): Jim Guetter & Bob Jaszczak.

STAFF IN ATTENDANCE: Bruce Jensen, Jaci Jorde, Chris Wavra and Rob Blankenfeld.

VISITORS: Tom Leuthner

~~ANNUAL ORGANIZATIONAL BOARD OF DIRECTORS MEETING~~

APPROVE THE NWSC ELECTION RESULTS AS CERTIFIED by the Election Canvassing Board.

Number of Votes received: Jim Christianson 143; Sally Roller 142; James DeVries 141; Craig Mattson 143; Blank 35; Write-ins 3.

Motion by Shawn Rominski and second by Jason Carlson. Vote u/c

CALLING FOR THE NOMINATION OF THE 2020 BOARD OFFICERS

JAMES DEVRIES WAS NOMINATED BY JASON CARLSON FOR THE OFFICE OF PRESIDENT. No other nominations were made.

Motion by Jim Christianson to cast a unanimous ballot and second by Shawn Rominski. Vote u/c

THE 2020 PRESIDING OFFICER CONDUCTED THE REMAINDER OF THE ORGANIZATIONAL AND REGULAR GOVERNING BOARD MEETING – 5:01 p.m.

JASON CARLSON WAS NOMINATED BY SHAWN ROMINSKI FOR THE OFFICE OF VICE PRESIDENT. No other nominations were made.

ANN LONG VOELKNER WAS NOMINATED BY CHRIS MELBYE FOR THE OFFICE OF CLERK. No other nominations were made.

JIM CHRISTIANSON WAS NOMINATED BY SHAWN ROMINSKI FOR THE OFFICE OF TREASURER. No other nominations were made.

APPROVE THE 2020 ELECTION OF THE GOVERNING BOARD OFFICES OF VICE PRESIDENT, CLERK AND TREASURER.

Motion by Shawn Rominski and second by Sally Roller. Vote u/c

SETTING THE 2020 REGULAR MONTHLY MEETING DATE, LOCATION AND TIME - The meetings are scheduled for 5:00 p.m. on the fourth Tuesday of each month (no meetings in December & July) at the NWSC Conference Room located in Thief River Falls, MN.
Motion by Jason Carlson and second by Ann Long Voelkner. Vote u/c

APPROVE THE GOVERNING BOARD COMPENSATION FOR 2020 AS FOLLOWS - This compensation schedule covers attendance at the monthly board meetings, along with all committee and special meetings authorized by the Board within the NWSC Regions I & II. (Note: The per meeting compensation will be based on round trip mileage to and from board members residence. Attendance by regular board meeting by phone or electronic means will be at the base rate of \$120. No voting or nominating by phone. All other conference calls outside of board meetings at the start rate of \$60.)

<i>0 to 25 miles</i>	<i>\$120</i>	<i>76 to 100 miles</i>	<i>\$150</i>
<i>26 to 50 miles</i>	<i>\$130</i>	<i>101 to 125 miles</i>	<i>\$160</i>
<i>51 to 75 miles</i>	<i>\$140</i>	<i>126 or greater</i>	<i>\$170</i>

Meetings and conferences outside of the NWSC Regions I & II will be compensated \$170.00 per day. Board and Ex-Officio members are also eligible for the current IRS mileage rates and travel expenses in addition to the per day/meeting compensation.

Motion by Shawn Rominski and second by Ann Long Voelkner. Vote u/c

NAMING 2020 OFFICIAL DEPOSITORIES

To hereby authorize the following as the 2020 official Northwest Service Cooperative depositories; Wells Fargo Banks NA of Thief River Falls, Mankato and Minneapolis, Minnesota and San Francisco, CA. Bremer Bank and Bremer Investment Management & Trust and any other United States Banking Institution insured with FDIC coverage provided deposits do not exceed the legal limits at any time. The Wells Fargo Banks NA are authorized to exceed these FDIC limits provided current Certificates of Collateral are on file with said institutions.

Motion by Chris Melbye and second by Jim Christianson. Vote u/c

APPROVE NAMING THE FOLLOWING FOR THE 2020 NWSC GOVERNING BOARD COMMITTEE ASSIGNMENTS:

PERSONNEL COMMITTEE: **S. Rominski/A. Voelkner/J. DeVries/C. Melbye**

POLICY & BY-LAW COMMITTEE: **K. Carlson/C. Melbye/S. Rominski**

RISK MANAGEMENT COMMITTEE: **J. Christianson/A. Voelkner/J. DeVries**

PLANT & EQUIPMENT COMMITTEE: **J. DeVries/S. Roller/J. Carlson**

PROGRAMS & SERVICE COMMITTEE **J. DeVries/S. Roller/A. Voelkner**

FINANCE/AUDIT & GOVERNMENTAL RELATIONS: **J. Carlson/J. DeVries/C. Mattson**

AD HOC COMMITTEES *{Named by the President/Chair as needed}*

Motion by Jason Carlson and second by Shawn Rominski. Vote u/c

AUTHORIZE EXECUTIVE DIRECTOR TO PERFORM FINANCIAL TRANSACTIONS ON BEHALF OF THE NWSC

BE IT RESOLVED: The Governing Board hereby authorizes the Executive Director and Administrative Staff to cause the use of Facsimile Signatures of the officers on the NWSC agency checks after proper Governing Board authorization approving the payments of said claims or services and the authorization to invest temporary excess cash funds in interest generating investments that conform with the terms of this meeting's financial depository authorization.

Motion by Shawn Rominski and second by Sally Roller. Vote u/c

AUTHORIZE THE EXECUTIVE DIRECTOR TO EMPLOY DAY AND SPECIALIZED LABOR AS NEEDED

BACKGROUND: Occasionally used in situations like grass mowing, a clerical or van driver substitute, etc. To approve the Executive Director to employ occasional temporary help as needed and if within the budget limitations of this agency.

Motion by Ann Long Voelkner and second by Shawn Rominski. Vote u/c

AUTHORIZE THE EXECUTIVE DIRECTOR AND THE FISCAL AUDITOR TO MAKE YEAR-END TRANSFERS TO ELIMINATE ANY OPERATING FUND DEFICIENCIES

BACKGROUND: The General Fund is currently responsible for all NWSC funds and any transfers would be temporary (due to and due from) until formally approved by the board.

Motion by Jason Carlson and second by Shawn Rominski. Vote u/c

AUTHORIZE ANN LONG VOELKNER AND SALLY ROLLER TO REPRESENT THE NWSC on the Minnesota Service Cooperatives (MSC) Governing Board for 2020

There are two meetings per year, held at the MSC and MSBA annual conferences.

Motion by James DeVries and second by Jim Christianson. Vote u/c

AUTHORIZE SHAWN ROMINSKI AND JAMES DEVRIES AS AN ALTERNATE TO REPRESENT THE COOPERATIVE PURCHASING CONNECTION BOARD for 2020

There are two meetings per year, held at the MSC and MSBA annual conferences.

Motion by Chris Melbye and second by Sally Roller. Vote u/c

AUTHORIZE JASON CARLSON AND SHAWN ROMINSKI AS AN ALTERNATE TO REPRESENT THE MN HEALTHCARE CONSORTIUM (MHC) BOARD FOR 2020

Motion by James DeVries and second by Ann Long Voelkner. Vote u/c

APPROVE THE THIEF RIVER FALLS TIMES AS THE OFFICIAL NEWSPAPER for the NWSC bid notices and include all legal publications as required by MN Statute

Motion by Shawn Rominski and second by Craig Mattson. Vote u/c

END OF THE ANNUAL ORGANIZATIONAL PORTION OF THIS MEETING

**MINUTES
NORTHWEST SERVICE COOPERATIVE
DISTRICT #928
TUESDAY, JANUARY 28, 2020**

BOARD OF DIRECTORS REGULAR BOARD MEETING

CALL TO ORDER BY JAMES DEVRIES – 5:20 p.m.

ACTION ITEMS:

APPROVE THE AGENDA as amended.

Motion by Jason Carlson and second by Shawn Rominski to adopt the agenda as amended.
Vote u/c

APPROVE THE NOVEMBER 26, 2019 BOARD MEETING MINUTES as reviewed and presented at the meeting.

Motion by Ann Long Voelkner and second by James DeVries. Vote u/c

APPROVE THE NOVEMBER 22, 2019 THROUGH JANUARY 21, 2020 REGULAR BILLS in the amount of \$228,820.81.

Motion by Jason Carlson and second by Sally Roller. Vote u/c

Presentation: Derek Flanagan, Eide Bailley ~ Reviewed the F.Y. 2019 Audit

APPROVE FY 2019 AUDIT.

Motion by Jason Carlson and second by Shawn Rominski. Vote u/c

Presentation: Tom Leuthner, Pine to Prairie Career Cooperative Center ~ Presented on the Career & Technical Grant

APPROVE Rob Blankenfeld as the HIPPA Privacy and Compliance Officer.

Motion by Jason Carlson and second by Sally Roller. Vote u/c

APPROVE School Insurance Pool settlement for the 2018-19 school year with \$1,000,00.00 transferred from the IBNR to the RSR.

Motion by Jason Carlson and second by Shawn Rominski. Vote u/c

ITEMS FOR INFORMATION:

- Finance/Budget report was presented by the Business Manager
- Small Group Insurance
- Grow Your Own Legislation (GYO)
- Mental Health Practitioner
- Cooperative Purchasing Connection updates
- MSC updates
- MSBA updates
- Recognize Ann Long Voelkner being on the MSBA All State School Board

Adjourned.

RESPECTFULLY SUBMITTED:

Clerk
NW Service Cooperative – District #928
Date: _____

APPROVED BY: _____

President

Vice President

Treasurer

Date: _____

Next Meeting: February 25, 2020